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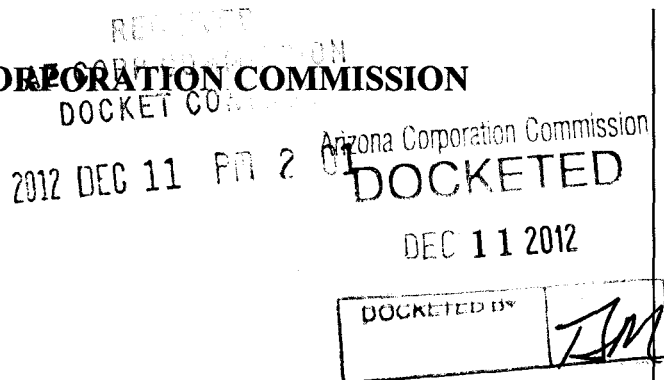
INTERVENTION



BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

GARY PIERCE – Chairman
BOB STUMP
SANDRA D. KENNEDY
PAUL NEWMAN
BRENDA BURNS



IN THE MATTER OF THE
APPLICATION OF TUCSON ELECTRIC
POWER COMPANY FOR THE
ESTABLISHMENT OF JUST AND
REASONABLE RATES AND CHARGES
DESIGNED TO REALIZE A
REASONABLE RATE OF RETURN ON
THE FAIR VALUE OF ITS OPERATIONS
THROUGHOUT THE STATE OF
ARIZONA.

DOCKET NO. E-01933A-12-0291

**OPOWER, INC.'S APPLICATION
TO INTERVENE**

Opower, Inc. ("Opower") by and through its undersigned counsel, and pursuant to R14-3-105, hereby respectfully requests the Arizona Corporation Commission issue an order granting it leave to intervene in the above-referenced docket. As part of this Motion, Opower states the following:

1. Opower is an energy efficiency software company currently under contract with Tucson Electric Power ("TEP") to deliver its Home Energy Reports solution to 25,000 residential customers to help them use less energy and save money on their bills.

2. Opower's program is included in the energy efficiency portfolio that TEP is proposing to capitalize in its Rate Application in this docket.

3. The outcome of this docket will directly and substantially impact the business of Opower.

4. Granting Opower intervenor status will not delay this proceeding, unduly broaden the issues or prejudice TEP, and no other party can adequately represent Opower's interests in this matter.


1 5. Service of all documents or pleadings should be made to Opower's counsel
2 at the following address:

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15 RESPECTFULLY SUBMITTED this 11th day of December, 2012.

16 MUNGER CHADWICK, P.L.C.

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1 ORIGINAL and 13 copies filed with the
2 Arizona Corporation Commission and
3 COPY of the foregoing mailed this 11th
4 day of December, 2012, to:

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